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January 24, 2011

## VIA ELECTRONIC FILING

Ms. Cynthia T. Brown  
Chief, Section of Administration  
Office of Proceedings  
Surface Transportation Board  
395 E Street, S.W., Room 1034  
Washington, DC 20423-0001

ENTERED  
Office of Proceedings

JAN 24 2011

Part of  
Public Record

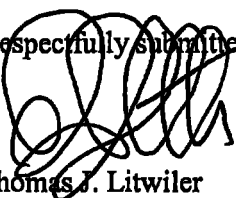
Re: **Docket No. 42121**  
**Total Petrochemicals USA, Inc. v.**  
**CSX Transportation, Inc., et al.**

Dear Ms. Brown:

Attached for filing in the above-captioned proceeding is the **Answer of R.J. Corman Railroad Company/Memphis Line to Third Amended Complaint**, dated January 24, 2011.

Please feel free to contact me should any questions arise regarding this filing.  
Thank you for your assistance on this matter.

Respectfully submitted,



Thomas J. Litwiler  
Attorney for R.J. Corman Railroad Company/  
Memphis Line

TJL:tl

Attachment

cc: Parties on Certificate of Service

BEFORE THE  
SURFACE TRANSPORTATION BOARD

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DOCKET NO. 42121

TOTAL PETROCHEMICALS USA, INC.

v.

CSX TRANSPORTATION, INC.; CAROLINA PIEDMONT DIVISION;  
MADISON RAILROAD; MOHAWK, ADIRONDACK & NORTHERN RAILROAD CORP.;  
NEW HOPE & IVYLAND RAILROAD; R.J. CORMAN RAILROAD COMPANY/  
MEMPHIS LINE; AND SEQUATCHIE VALLEY RAILROAD COMPANY

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**ANSWER OF R.J. CORMAN RAILROAD COMPANY/  
MEMPHIS LINE TO THIRD AMENDED COMPLAINT**

Ronald A. Lane  
Thomas J. Litwiler  
Fletcher & Sippel LLC  
29 North Wacker Drive  
Suite 920  
Chicago, Illinois 60606-2832  
(312) 252-1500

**ATTORNEYS FOR R.J. CORMAN RAILROAD  
COMPANY/MEMPHIS LINE**

Dated: January 24, 2011

BEFORE THE  
SURFACE TRANSPORTATION BOARD

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DOCKET NO. 42121

TOTAL PETROCHEMICALS USA, INC.

v.

CSX TRANSPORTATION, INC.; CAROLINA PIEDMONT DIVISION;  
MADISON RAILROAD; MOHAWK, ADIRONDACK & NORTHERN RAILROAD CORP.;  
NEW HOPE & IVYLAND RAILROAD; R.J. CORMAN RAILROAD COMPANY/  
MEMPHIS LINE; AND SEQUATCHIE VALLEY RAILROAD COMPANY

---

**ANSWER OF R.J. CORMAN RAILROAD COMPANY/  
MEMPHIS LINE TO THIRD AMENDED COMPLAINT**

Pursuant to 49 C.F.R. § 1111.4 and the Board's decision in this docket served December 30, 2010, R.J. Corman Railroad Company/Memphis Line ("RJCM") hereby files this answer to the Third Amended Complaint of Total Petrochemicals USA, Inc. ("TPI") dated January 4, 2011.

The first two unnumbered paragraphs of the Third Amended Complaint contain a narrative and characterization of the Third Amended Complaint to which no response is required. In response to the allegations contained in the numbered paragraphs of the Third Amended Complaint, RJCM states as follows:

1. RJCM lacks sufficient knowledge or information to admit or deny the allegations of Paragraph 1 of the Third Amended Complaint.
2. RJCM admits that it is a common carrier by rail that engages in the transportation of property in interstate commerce, and that it is subject the jurisdiction of the Surface Transportation Board under 49 U.S.C. §§ 10101, et seq. RJCM lacks sufficient

knowledge or information to admit or deny the remaining allegations of Paragraph 2 of the Third Amended Complaint.

3. RJCM admits the allegations of Paragraph 3 of the Third Amended Complaint.

4. RJCM lacks sufficient knowledge or information to admit or deny the allegations of Paragraph 4 of the Third Amended Complaint.

5. RJCM lacks sufficient knowledge or information to admit or deny the allegations of Paragraph 5 of the Third Amended Complaint.

6. RJCM lacks sufficient knowledge or information to admit or deny the allegations of Paragraph 6 of the Third Amended Complaint.

7. RJCM lacks sufficient knowledge or information to admit or deny the allegations of Paragraph 7 of the Third Amended Complaint.

8. RJCM admits that its current mailing address is 101 R.J. Corman Drive, Nicholasville, KY 40356. RJCM denies the remaining allegations of Paragraph 8 of the Third Amended Complaint. Answering further, RJCM states that its full and correct corporate name is "R.J. Corman Railroad Company/Memphis Line".

9. RJCM lacks sufficient knowledge or information to admit or deny the allegations of Paragraph 9 of the Third Amended Complaint.

10. Paragraph 10 of the Third Amended Complaint consists of a characterization of the Third Amended Complaint to which no response is required.

11. RJCM lacks sufficient knowledge or information to admit or deny the allegations of Paragraph 11 of the Third Amended Complaint.

12. RJCM admits that it has previously participated with CSXT in the interline movement of the traffic identified as Lane 25 in Exhibit B to the Third Amended Complaint. RJCM admits that CSXT has published rates for the Lane 25 traffic, but denies that, as between CSXT and RJCM, the rates are "AAR Accounting Rule 11 rates." RJCM lacks sufficient knowledge or information to admit or deny the remaining allegations of Paragraph 12 of the Third Amended Complaint.

13. RJCM lacks sufficient knowledge or information to admit or deny the allegations of Paragraph 13 of the Third Amended Complaint.

14. RJCM lacks sufficient knowledge or information to admit or deny the allegations of Paragraph 14 of the Third Amended Complaint.

15. RJCM lacks sufficient knowledge or information to admit or deny the allegations of Paragraph 15 of the Third Amended Complaint.

16. RJCM lacks sufficient knowledge or information to admit or deny the allegations of Paragraph 16 of the Third Amended Complaint.

17. RJCM admits that, in the absence of a transportation contract, TPI would pay tariff rates for the movement of Lane 25 traffic. Answering further, RJCM states that such rates are published in CSXT price authority 28211. RJCM denies that the tariff rates for Lane 25 traffic are unreasonable. RJCM lacks sufficient knowledge or information to admit or deny the remaining allegations of Paragraph 17 of the Third Amended Complaint.

18. Paragraph 18 of the Third Amended Complaint states a legal conclusion to which no response is required. To the extent a response is required, RJCM denies the allegations of Paragraph 18 with respect to the Lane 25 traffic. RJCM lacks sufficient knowledge or

information to admit or deny the remaining allegations of Paragraph 18 of the Third Amended Complaint.

19. Paragraph 19 of the Third Amended Complaint states a legal conclusion to which no response is required. To the extent a response is required, RJCM lacks sufficient knowledge or information to admit or deny the allegations of Paragraph 19 of the Third Amended Complaint.

20. Paragraph 20 of the Third Amended Complaint states a legal conclusion to which no response is required. To the extent a response is required, RJCM denies the allegations of Paragraph 20 with respect to the Lane 25 traffic. RJCM lacks sufficient knowledge or information to admit or deny the remaining allegations of Paragraph 20 of the Third Amended Complaint.

21. Paragraph 21 of the Third Amended Complaint states a legal conclusion to which no response is required. To the extent a response is required, RJCM denies the allegations of Paragraph 21 with respect to the Lane 25 traffic. RJCM lacks sufficient knowledge or information to admit or deny the remaining allegations of Paragraph 21 of the Third Amended Complaint.

22. Paragraph 22 of the Third Amended Complaint states a legal conclusion to which no response is required. To the extent a response is required, RJCM denies the allegations of Paragraph 22 with respect to the Lane 25 traffic. RJCM lacks sufficient knowledge or information to admit or deny the remaining allegations of Paragraph 22 of the Third Amended Complaint.

23. Paragraph 23 of the Third Amended Complaint states a legal conclusion to which no response is required. To the extent a response is required, RJCM denies the allegations

of Paragraph 23 with respect to the Lane 25 traffic. RJCM lacks sufficient knowledge or information to admit or deny the remaining allegations of Paragraph 23 of the Third Amended Complaint.

24. Paragraph 24 of the Third Amended Complaint consists of a characterization of the Third Amended Complaint to which no response is required.

The remaining unnumbered paragraph of the Third Amended Complaint states requests for relief and legal conclusions. RJCM denies that TPI is entitled to any of the relief it seeks in this proceeding with respect to RJCM and the Lane 25 traffic. Answering further, RJCM specifically denies that use of the stand-alone cost methodology in this proceeding is appropriate as to RJCM, and denies that RJCM has market dominance over the Lane 114 traffic.

WHEREFORE, RJCM respectfully requests that the Board deny TPT's complaint with respect to RJCM.

Respectfully submitted,

By: 

Ronald A. Lane  
Thomas J. Litwiler  
Fletcher & Sippel LLC  
29 North Wacker Drive  
Suite 920  
Chicago, Illinois 60606-2832  
(312) 252-1500

**ATTORNEYS FOR R.J. CORMAN RAILROAD  
COMPANY/MEMPHIS LINE**

Dated: January 24, 2011

**CERTIFICATE OF SERVICE**

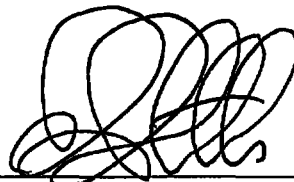
I hereby certify that on this 24<sup>th</sup> day of January 2011, a copy of the foregoing  
**Answer of R.J. Corman Railroad Company/Memphis Line to Third Amended Complaint**  
was served by electronic delivery upon:

Jeffrey O. Moreno, Esq.  
Thompson Hine LLP  
1920 N Street, N.W.  
Suite 800  
Washington, DC 20036-1600  
jeffmoreno@thompsonhine.com

Paul A. Hemmersbaugh, Esq.  
Sidley Austin LLP  
1501 K Street, N.W.  
Washington, DC 20005  
phemmersbaugh@sidley.com

and by first class mail, postage prepaid, upon:

John S. Herbrand, Esq.  
General Counsel  
Mohawk, Adirondack & Northern Railroad Corporation  
One Mill Street, Suite 101  
Batavia, NY 14020

A handwritten signature in black ink, appearing to read 'T. Litwiler', is written over a horizontal line.

Thomas J. Litwiler